

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE:	§	
	§	
Golden Oil Company	§	CASE NO. 03-36974-H2-11
	§	Chapter 11
	§	
Debtor	§	

**GOLDEN OIL'S RESPONSE TO EXPERT REPORT AND
SUBMISSION OF CONTRACTS AS SUGGESTED**

Comes now Golden Oil Company, who gives this Court notice of its proposed Contracts and Experts and sets forth the basis for its submission as follows:

1. Golden (a debtor) and Energen (a creditor) agreed on a compromise ordered in the Debtor's plan of reorganization. The Debtor was faced with Energen's draft documents and it did not consent to them. The Debtor employed a law professor who teaches oil and gas law to draft its documents. Energen rejected the Debtor's documents. The Debtor asked for the intervention of the Court.

2. The Court ordered an expert to review the submissions by each side. The Court chose the expert suggested by Energen. Surprisingly, the expert Energen proposed found that Golden's documents were basically correct, with minor modifications. The Expert's report clearly indicated that Golden not Energen, most accurately embodied the compromise.

3. After receipt of the report, Golden made changes to its documents as the Expert indicated. Golden submitted those documents to Energen, who rejected them. Energen also rejected the conclusions reached by the expert, and has filed an objection to the Expert's findings. Energen then created its own drafts, which Energen neither gave to Golden nor asked Golden to comment upon.

4. Therefore, Golden attaches its proposed documents to this response (with modifications to address the issues raised by the Expert's report). Golden submits these documents most closely embody the transaction. Golden, like Energen, is not completely happy with the Expert's report and does not like all of the proposed changes. However, unlike Energen, Golden accepts the report and agrees to make those changes.

Wherefore, premises considered, Golden asks that the Court, upon due consideration, authorize Golden to sign the attached documents (drafted by Golden), and for such other relief as is just.

Dated January 20, 2006

Respectfully submitted,

WEYCER, KAPLAN, PULASKI & ZUBER, P.C.

By: /s/ Hugh M. Ray, III

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ATTORNEYS FOR PLAINTIFF

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document has been forwarded via e-mail facsimile and/or first class regular mail, postage prepaid, on January 20, 2006 to counsel for Energen at the following address:

Phil Eisenberg,
600 Travis, Suite 3500
Houston, TX 77002

_____/s/ *Hugh M. Ray, III*_____
Hugh M. Ray, III